

NOTES TO CONSOLIDATED BALANCE SHEET  
THOMPSON PRODUCTS, INC. AND SUBSIDIARIES  
SEPTEMBER 30, 1958

NOTE A - The proposal to acquire by merger the properties of The Ramo-Wooldridge Corporation and to change the corporate name to Thompson Ramo Wooldridge Inc. was approved by the stockholders of the respective companies on September 30, 1958.

NOTE B - The indenture for the 3-1/4% Debentures requires current sinking-fund payments of \$563,000 annually; debentures in the amount of \$598,000 have been acquired by the Company to meet sinking-fund payments. The indenture for the 4-7/8% Subordinated Debentures requires annual sinking-fund payments beginning in the year 1968.

The 4-7/8% Subordinated Debentures are convertible into Common Stock of the Company at the rate of one share for each \$75 principal amount of Debentures if converted on or before August 1, 1962, and one share for each \$80 thereafter and on or before August 1, 1967. At September 30, 1958, there were 263,060 shares of Common Stock reserved for this purpose.

Among other restrictive covenants, the indentures impose limitations on the payment of dividends. Retained income at September 30, 1958 was unrestricted to the extent of approximately \$19,631,000 under these covenants.

NOTE C - Options were outstanding for 132,006 shares of common stock at option prices per share equivalent to closing prices on the New York Stock Exchange on the dates the options were granted, the option prices for all such shares aggregating \$6,146,720. Such options have become exercisable for 23,994 shares, the option prices therefore aggregating \$715,519. In addition 18,756 shares of common stock were reserved for stock option.

NOTE D - The accompanying balance sheet is based in part on approximations and is subject to adjustments that may develop, such as unsettled contract and renegotiation matters and in connection with the annual audit of the accounts.

**Page Denied**

THOMPSON PRODUCTS, INC. AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEET  
SEPTEMBER 30, 1958 AND AUGUST 31, 1958

ASSETS	SEPTEMBER 30, 1958	AUGUST 31, 1958	LIABILITIES AND SHAREHOLDERS' INVESTMENT	SEPTEMBER 30, 1958	AUGUST 31, 1958
<b>CURRENT ASSETS</b>			<b>CURRENT LIABILITIES</b>		
Cash	\$ 8,600,634	\$ 7,036,555	Notes payable to banks - V-Loan	\$ 6,000,000	\$ 2,000,000
Trade receivables and reimbursable expenditures for facilities	29,004,404	25,436,284	Trade accounts payable - payrolls, etc.	11,483,040	9,809,588
Unbilled receivables	12,379,753	10,958,208	Dividends payable	-0-	1,049,254
Less allowances	( 212,657 )	( 209,895 )	Accruals for taxes, pensions, and sundry items	11,615,083	12,730,246
	\$ 41,171,500	\$ 36,184,597	Accruals for Federal and Canadian taxes on income - estimated	4,203,814	3,263,542
			<b>TOTAL CURRENT LIABILITIES</b>	<b>\$ 33,301,937</b>	<b>\$ 28,852,630</b>
<b>Inventories:</b>			<b>LONG-TERM DEBT</b>		
Finished goods	12,385,585	12,469,273	3-1/4% Debentures due 1971	12,150,000	12,150,000
Work in process	18,071,097	18,300,486	4-7/8% Subordinated Debentures due 1982	19,729,500	19,729,500
Raw materials	10,343,735	11,094,066	<b>TOTAL LONG-TERM DEBT</b>	<b>\$ 31,879,500</b>	<b>\$ 31,879,500</b>
Supplies and containers	1,527,809	1,665,332			
	\$ 42,328,226	\$ 43,529,177			
<b>TOTAL CURRENT ASSETS</b>	<b>\$ 83,499,726</b>	<b>\$ 79,713,774</b>			
<b>INVESTMENT IN THE RAMO-WOOLDRIDGE CORPORATION AND ITS SUBSIDIARY</b>	<b>19,634,312</b>	<b>19,534,312</b>			
<b>MISCELLANEOUS OTHER ASSETS</b>			<b>SHAREHOLDERS' INVESTMENT</b>		
Other securities owned	20,001	20,001	Capital stock:		
Advance - T.R.W.P. (less allowance for loss \$310,706)	229,294	282,258	4% cumulative preferred stock, par value \$100 per share:		
Leased equipment	136,287	148,060	Authorized 100,000 shares; issued and outstanding 81,708 shares	8,170,800	8,170,800
Sundry accounts receivable	961,053	736,265	Common capital stock, par value \$5 per share:		
<b>TOTAL OTHER ASSETS</b>	<b>\$ 1,346,635</b>	<b>\$ 1,186,584</b>	Authorized 5,000,000 shares; issued and outstanding 2,764,639 shares	13,823,195	13,823,195
			<b>TOTAL CAPITAL STOCK</b>	<b>\$ 21,993,995</b>	<b>\$ 21,993,995</b>
<b>PROPERTY, PLANT, AND EQUIPMENT (at cost)</b>					
Land	1,757,446	1,661,263			
Buildings, machinery, and equipment	78,506,479	79,030,749			
Defense facilities and improvements to properties leased for defense production	26,316,597	26,728,790			
	\$106,882,522	\$106,420,802			
Less allowances for depreciation and amortization	51,995,792	51,346,200			
<b>TOTAL PROPERTY, PLANT, AND EQUIPMENT - NET</b>	<b>\$ 54,886,760</b>	<b>\$ 55,074,602</b>			
<b>PATENTS, LICENSES, PROCESSES, ETC. - at cost, less amortization</b>	<b>528,952</b>	<b>534,684</b>			
<b>PREPAID EXPENSES AND OTHER DEFERRED CHARGES</b>	<b>3,898,627</b>	<b>4,101,730</b>			
	<b>\$172,475,646</b>	<b>\$167,182,241</b>			
<b>Net current assets</b>	<b>\$ 58,878,423</b>	<b>\$ 57,897,699</b>			
<b>Current ratio</b>	<b>2.8:1</b>	<b>3.0:1</b>			

( ) Indicates red figure

Cleveland, Ohio  
October 24, 1958

*M. E. Price*  
M. E. Price, Controller

**SECRET**Received  
contracts  
14 Oct 58DPS-4661  
Copy 3 of 5

Dear Burt:

I have reviewed your letter dated 24 September 1958, concerning the organizational changes which have occurred in the Company. After some discussion it has been agreed that the following individuals are hereby granted Phase III clearances:

[redacted]

25X1

In addition, [redacted] will be granted Phase III clearances approximately 4 November 1958. The clearance of [redacted] has been cancelled.

25X1

25X1

At this time we are still unwilling to authorize [redacted] to handle security matters pertaining to the A-101 program and accordingly, request that you continue to handle those matters pertaining to Project security. We are willing, however, to accept the signature of [redacted] on contractual and other documents pertaining to Project business when Dr. Wooldridge is unavailable. This assumes, however, that [redacted] has the required authority within the Corporation to sign such documents.

25X1

25X1

25X1

25X1

For your information, in the future, the following definitions of security clearances should be followed:

Phase I - Industrial development and manufacturing

Phase II - Involves bringing product and suppliers together.

Phase III is a full clearance, including sponsor, mission and capabilities.

It is requested that you review those persons now cleared for the program and advise us as to their appropriate phase in accordance with the above definitions.

We appreciate your offer to assist us in the future and will call on you from time to time as circumstances require.

DPS/DCI

Distribution:

25X1

Orig - [redacted] R-W

2 - SA/PD/DCI

3 - A-101 Contract

4 - Security Officer, DPS

5 - Chrono, DPS

Sincerely,

25X1

1/3/  
Dick

DOCUMENT NO. \_\_\_\_\_

NO CHANGE IN CLASS. ☒☐ DECLASSIFIED

CLASS. CHANGED TO: TS S G

NEXT REVIEW DATE: \_\_\_\_\_

AUTH: HR 10-2

DATE: 12/1/82 REVIEWER: 064540

**SECRET**

TRANSMITTAL SLIP		DATE 6 October 1958
TO: [redacted]		
ROOM NO.	BUILDING Matomic	
REMARKS:  Could you find a minute to draft a reply for my signature to the attached letter from [redacted] of which you received a copy direct?		
(Att: DPS-4548 cy 1)		
FROM: Richard M. Bissell, Jr.		
ROOM NO. 319	BUILDING Admin	EXTENSION [redacted]

25X1

25X1

25X1

FORM NO. 241  
1 FEB 55

REPLACES FORM 36-8  
WHICH MAY BE USED.

(47)